

TENNESSEE REGULATORY AUTHORITY



Ron Jones, Chairman
Deborah Taylor Tate, Director
Pat Miller, Director
Sara Kyle, Director

460 James Robertson Parkway
Nashville, Tennessee 37243-0505

November 2, 2005

Robin Norton
Consultant to Broadwing
Technologies Management, Inc.
210 N. Park Avenue
Winter Park, Florida 32789

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T.R.A. DOCKET ROOM

RE: Docket 05-00301: Broadwing Communications, LLC Petition for Approval of
Financing Transaction

Dear Ms. Norton:

In order to fully analyze the above-referenced expedited petition, the Tennessee Regulatory Authority (TRA) requires additional information. Please provide the information requested below by November 4, 2005, and refer to this correspondence as Data Request No. 1 in the response.

1. Has Broadwing Communications, LLC (Broadwing) filed similar petitions in other states and what is the status of any such petition?
2. Has Broadwing applied for approval for financing from any Federal agency? Have they notified any Federal Agency? If so, what is the status of any such application or notification?
3. How many customers does Broadwing currently have in Tennessee?
4. Confirm that Broadwing will continue to operate and/or provide service under its current name and CCN issued by the Authority, and its business licenses as filed with the Tennessee Secretary of State's Office.
5. Provide copies of all current CCNs issued with the Authority, and provide copies of all current business licenses of Broadwing filed with the Tennessee Secretary of State's Office.
6. Provide an electronic proposed order designed to grant the relief you seek in the Petition filed with the Authority on October 27, 2005.
7. Per the Description of Financing Transaction heading of the Petition filed with the Authority on October 27, 2005, the Petitioner proposes to borrow up to \$75 million through "a revolving credit facility" with PNC Bank, National

Association (and certain other lenders). Provide documentation showing the specific credit facilities that will be used for the proposed financing.

8. Under the Description of Financing Transaction heading of the Petition, Petitioner certifies the debt of the proposed financing transaction would be secured by certain of Petitioner's assets and secured and guaranteed by Petitioner's parent company, Broadwing Corporation (and its subsidiaries). Provide documentation of the specified assets that would be used as security for the proposed financing transaction.
9. Provide the most recent independently audited balance sheet and operating statement of revenues for Broadwing.

If you have any questions, or need further assistance, please call me at 615-741-2904, ext. 196 or email me at carlos.black@state.tn.us. Please respond by sending the original and 13 copies to:

Ms. Sharla Dillon, Docket Room Manager
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505

Sincerely,



Carlos C. Black, Utility Rate Specialist
Competitive Markets & Policy Division

c: H. Russell Frisby, Jr., Counsel

Mr. Ron Jones, Chairman
Ms. Sharla Dillon, Docket Room Manager